



Illinois Rivers Project

Proposed Routes

Legend

- Primary Route
- Alternate Route
- Segment Option
- Project Study Area
- Proposed Substation Site
- County Boundary
- Municipal Boundary
- Township Boundary
- Section Boundary
- Existing Substation

Existing Utilities

- Overhead Utility Line
- Railroad

Existing Transmission Line

- 345,000 Voltage (V)
- 161,000 Voltage (V)
- 138,000 Voltage (V)

Existing Distribution Line

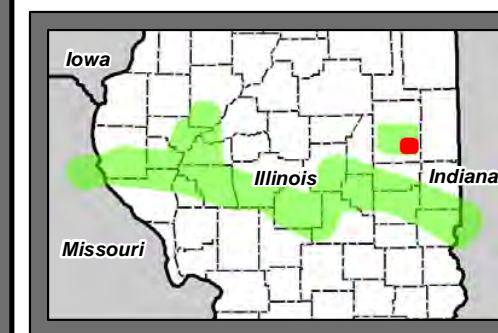
- 69,000 Voltage (V)

Disclaimer:
The mapped locations of foreign electric supply facilities (depicted as overhead utility lines), and/or the general locations where these facilities would be crossed by the Proposed Routes, are based on aerial reconnaissance of the Proposed Routes. Data associated with known locations of telecommunication facilities is not readily available.

1:24,000



0 0.15 0.3 0.6 0.9 Miles



DATE: 10/31/12

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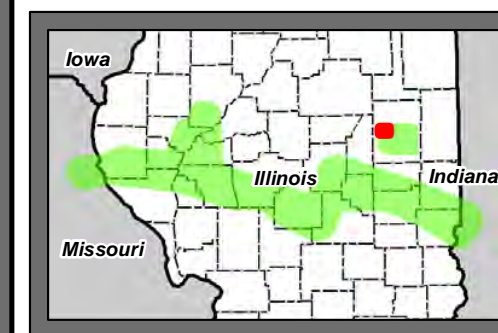
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C. Exception 3: Proposed Order’s Conclusions on the Kansas – State Line Route.⁵

The Proposed Order adopts Stop the Power Lines Coalition’s (STPL) second alternative route (STPL Route 2) despite the majority of routing criteria favoring the Stipulated Route (ATXI’s Alternate Route). As shown in the table below, the Stipulated Route is the optimal route for this portion of the Project and the Proposed Order should be modified accordingly.

KANSAS - STATE LINE				
Routing Factor:	Stipulated Route	ATXI Primary Route	STPL Route 1	STPL Route 2
Length of Line	✓			
Difficulty and Cost of Construction	✓			
Difficulty and Cost of Operation and Maintenance	✓			
Environmental Impacts				
Impacts on Historical Resources	✓			
Social and Land-Use Impacts	✓			
Number of Affected Landowners and Other Stakeholders, and Proximity to Homes and Other Structures				
Proximity to Existing and Planned Development				
Community Acceptance	✓			
Visual Impact				
Presence of Existing Corridors	✓			
TOTAL:	7	0	0	0

The Stipulated Route it is the shortest of the routes proposed and presents the lowest potential for societal impact relative to the other route proposals as evidenced by the number of intervening parties who expressly support it. (ATXI Init. Br. 78.) Thus, the Stipulated Route is the least cost alternative, taking all factors into account.

⁵ ALJPO Section VI.G “Least-Cost and the Proposed Line Routes, Kansas – Indiana State Line” Subsection 8, “Commission Conclusion” (ALJPO 117-120).

STPL Route 2 is closer to more residences than the Stipulated Route and could potentially require the condemnation of residences (whereas the Stipulated Route does not). (ATXI Ex. 13.0C (2d Rev.) (Murphy Reb.), p. 59; Thrift/Thompson/Edgar Cty. Ints. Ex. 2.0, p. 5.) STPL Route 2 also would cross a planned gas storage field in Edgar County, potentially interfering with operation and maintenance of the associated facilities. (ATXI Ex. 13.0C (2d Rev.), p. 59.)

The only support for STPL Route 2 comes from two Intervenors,⁶ based on the alleged impact of the Stipulated Route on their properties, and from Staff, based solely on dollar cost of the line. (ICC Staff Ex. 1.0R, pp. 51-52.) But, as Staff recognizes “[n]o matter what route that the Commission were to adopt, somebody would be burdened by having a transmission line” (Tr. 235: 2-4 (Staff witness Mr. Rockrohr).) As for Staff’s reliance solely on cost of construction, the Proposed Order itself correctly finds this is not appropriate:

Resolving the question of least-cost involves a comprehensive consideration and balancing of the overall costs and externalities of each proposed route against the benefits of each proposed route. The costs and externalities include not only the financial tally for manpower and equipment, but also the impact on local residents and resources and present and future land uses.

(ALJPO 14.)

The Proposed Order’s analysis of the 11 routing criteria on the Kansas – State Line segment contains several erroneous conclusions. First, the Proposed Order erroneously concludes the impact on historical resources is comparable between the Stipulated Route and STPL Route 2. (ALJPO 118.) The record evidence shows the Stipulated Route would not impact any known historical resources. (ATXI Exs. 4.0 (Murphy Dir.), pp. 36-37; 4.5, p. 2.) However, there is no evidence regarding the impact of STPL Route 2 because STPL did not put

⁶ Rural Clark and Edgar County Concerned Citizens (RCECCC) and the Allen Family.

any in the record. This does not support a conclusion that the two routes are comparable on this issue – only that STPL 2 has not been as carefully studied.

The Proposed Order states ATXI “based its [routing] decisions on assumptions made from its aerial survey.” (ALJPO 118.) Ms. Donell Murphy testified, however, ATXI did not simply rely upon its helicopter tour, but its “assessment of residences along ATXI’s proposed routes was also based on review of high-resolution aerial photography.” (Tr. 784.) Staff witness Mr. Rockrohr was also present on the helicopter tours and also used high-resolution photography in his analysis. (ICC Staff Ex. 1.0R, p. 19; Tr. 257-58.) In other words, in this context, ATXI and Staff used the same methods in analyzing the routes.

The Proposed Order’s discussion of this segment also implies ATXI should have conducted ground level assessments of every structure along the routes. The Proposed Order fails to consider *how* ATXI could verify occupancy when much of the land along the Proposed Routes is private property and not visible on a public road. (Tr. 394.) But regardless of *how* or *if* ATXI could have verified occupancy, there is no guarantee that information would be accurate at any point in the future. The reality is people move all the time – houses that once were vacant can suddenly become occupied and vice versa. The better approach is ATXI’s: “We conservatively assumed that any building that appeared to be a residence was, in fact, an occupied residence. We felt it was more appropriate to err on the side of caution.” (Tr. 753.) ATXI’s assumption also makes sense because it was not able to access all areas along the routes from the public rights of way. ATXI’s assumption considers the maximum potential impact to residences regardless of who its occupants are (*i.e.* current vs. future).

The Proposed Order also questions whether ATXI could make adjustments along the STPL Route 2 to avoid the homes with the potential for displacement. ATXI witness Mr. Jerry

Murbarger testified ATXI could adjust the pole locations *where feasible and appropriate* (ATXI Ex. 16.0 (Rev.), p. 5), but it is not always feasible. The presence of constraints (other existing lines, railroads, protected habitats, water ways, rivers, etc.) can restrict the ability to do so. Ms. Murphy also testified at hearing the key factor is the *potential* for displacement, and as designed, STPL Route 2 has the *potential* to displace homes whereas the Stipulated Route does not. (Tr. 751.) It is this potential for displacement along STPL 2 that makes it more difficult to construct and tips the scale in favor of the Stipulated Route.

Additionally, with respect to the Stipulation for Mississippi River – Quincy, the Proposed Order states the “Commission is mindful of the benefits of the parties involved in any particular segment being able to come to an agreement, and it appears to the Commission that some weight should be given to that agreement when weighing the various options presented.” (ALJPO 23.) The Proposed Order fails to explain why it gives no weight to the Stipulation for the Kansas – State Line portion of the Project.

For the reasons given above, when issuing its Final Order in this proceeding, the Commission should make the exceptions to the Proposed Order that are included in Appendix A, pp. 25-29.

D. Exception 4: Proposed Order Section on “Propriety of the Petition”.⁷

The Proposed Order put ATXI in the unusual position of having to defend itself for following the law. While acknowledging elsewhere that ATXI has met the requirements of Section 8-406.1, the Proposed Order states, “[g]iven the scope of this project, the Commission questions ATXI’s exercise of its discretion to seek expedited review.” (ALJPO 7.) The Proposed Order then criticizes ATXI, not because it violated any statute or rule, but because it

⁷ ALJPO Section IV, “Propriety of the Petition” (ALJPO 7-9).

followed the applicable statutes and rules. The legislature placed no constraint on the discretion of qualifying utilities to use Section 8-406.1, and the Commission is without authority to suggest or impose constraints where the legislature has placed none.

The criticisms lodged at ATXI for filing the Petition under Section 8-406.1 fall under three broad categories: (1) the extent to which due process was provided to Intervenors; (2) unsatisfactory explanations for not agreeing to bifurcate the proceeding or take it off an expedited track; and (3) alleged shortcomings in route selection attributed to the expedited process. None of these criticisms are valid or fair. This entire section should be removed from the final order.

1. All Parties in this Proceeding Received All the Process They Were Due.

Section IV of the Proposed Order begins by suggesting that the expedited process resulted in a case schedule that may have deprived parties of due process. The Proposed Order notes that these concerns come mainly from the Farm Bureau (Illinois Agricultural Association) and the Ragheb family. “The Farm Bureau in particular is troubled by the schedule in this matter and questions to what extent due process has been provided.” (ALJPO 7.) The Illinois Agricultural Association, however, is not a very good example of a party that suffered from a lack of “due process.” The Illinois Agricultural Association intervened in the proceeding on February 1, 2013 but did not sponsor a witness or otherwise offer testimony. The Illinois Agricultural Association’s counsel had ample opportunity to cross-examine ATXI and other witnesses. (Tr. 212-20; 365-67; 421-25; 803-22.) And the Illinois Agricultural Association continues to actively participate in this case.

Far from being deprived of “process,” the experience of farmers in this case actually shows that “process” was successfully provided. A local farmer, Mr. Leon Corzine, learned

about the project from either an ad in his county newspaper or a notice from ATXI. (Tr. 335-36.) He learned about the public process from ATXI's project-dedicated website. (Tr. 336.) Not only did he know about the public process; he participated in it by attending a public forum in June 2012, where ATXI discussed potential routes and asked for the public's input. (Tr. 336.) The same point can also be made for the Ragheb family (another party cited as expressing "due process" concerns), which also participated actively in this case.

In further criticizing the expedited process, the Proposed Order states, "whereas ATXI has had at least seven years to prepare the massive Illinois Rivers Project and file it at a time of its choosing, the expedited schedule in this proceeding only afforded landowners less than three weeks to identify alternative routes and those that own the impacted land."⁸ (ALJPO 7.) This statement, however, ignores the fact that much of the seven years was taken up by the MISO RGOS and MVP regional planning process. In fact, the Project was not approved by MISO until December 8, 2011. The overall timing of the filing was based on the critical in-service dates that arose from this process, and for which there has been no challenge.

The Proposed Order concedes that the degree to which the schedule may have adversely affected Intervenor's ability to consider routes is "unknown." (*Id.*) What *is* known is that prior to the filing of the case ATXI held nearly 100 public and stakeholder meetings. (ATXI Ex. 4.0 (Murphy Dir.), pp. 13-23.) Staff witness Mr. Rockrohr was complimentary of the public meeting process in that it provided useful information to the public. (Tr. 261.) Public meetings were held in all the counties throughout the study area. (ATXI Ex. 4.0, pp. 13-23.) Hundreds of routes

⁸ The original three-week time frame for route identification was not ATXI's recommended schedule. ATXI's original scheduling proposal, agreed to by Staff, was to have a full five rounds of testimony, instead of three. ATXI's Motion for Entry of a Case Management Order and Coordinated Schedule, (Nov. 30, 2012). It was ATXI's expectation that alternate routes would be identified in Staff/Intervenor direct testimony. Thus, had ATXI's schedule been adopted, at least an additional 30 days would have been available for route identification.

were considered, over 70 parties intervened in this case and over 24 alternate routes were proposed by parties other than ATXI. Sixteen parties proposed their own routes, while 22 parties asked the Commission to adopt one of ATXI's routes. To suggest that these parties, or anyone else, did not receive due process is to ignore the extensive participation in this docket by affected landowners.

In focusing on how long the *process* took to develop the Illinois Rivers Project, as opposed to the *result* of that process, the Proposed Order overlooks an alternative conclusion: that the expedited process worked exactly as it was intended, and to the benefit of all parties. Whether it took seven days, seven months or seven years for the MISO MVP process to define the project is irrelevant. The relevant timeline starts after MISO's board approved the Project. ATXI began to engage the public a full six months *before* filing the application. This public process – which included approximately 100 meetings in 18 counties and extensive requirements for published notice – had a material impact on the routes included in the application. (ATXI Exs. 4.0, pp. 13-23; 4.1.) And when ATXI filed the application, its filing included over 2,700 pages and addressed each of the 30 or so data-points it was required to address under Section 8-406.1(a), including such items as electrical engineering data, a detailed project description, a conductor, structures, and substations description, dimensional drawings of typical structures, the location of the site and right-of-way, a description of the general land uses in the area and the type of terrain crossed by the proposed line, technical descriptions of circuits, operating voltage and frequency, conductor size and type, and wind and ice loading design parameters, and all assumptions, bases, formulae, and methods used in the development and preparation of the diagrams and accompanying data. To suggest that the public was in the dark about this project until ATXI filed its application simply is not true.

Staff agreed that the public process and voluminous information provided with ATXI's filing significantly lightened its load in comparison to a Section 8-406 proceeding. The information is substantial, and notably includes great detail surrounding route information, related maps, and locations of rights-of-way. As Staff witness Mr. Rockrohr testified:

Q. [I]n your experience, when a company seeks a certificate through the expedited process, there is significantly more data and information included with the expedited filing, as opposed to the non-expedited filing; is that correct?

A. At the time of the filing of the 8-406.1 proceedings I have been involved with, significantly more data has been provided at the time of the filing.

Q. Okay. And I would assume that given the submission of data at the time of filing that that alleviates some of the burden you would ordinarily have to go through in seeking the information in discovery?

A. Yes.

Q. And you attended some of the public meetings held by ATXI, did you not?

A. For this project I attended one in – held in Chatham.

Q. And did it appear to you that the company was giving useful information and engaging the public in that process?

A. Yes. In fact, I was impressed with the map display that the company had provided at the public meeting. It made it, I felt, very useful for the attendees to find their property in relation to the proposals.

(Tr. 302-03.)

Section 8-406.1 does not condition ATXI's discretion in the manner suggested by the Proposed Order. The General Assembly enacted a statutory scheme that calls for public notice, meetings and input well before an application is filed. Once filed, the application must include extensive information and data that parties ordinarily would not see until months later in discovery. The *quid pro quo* for putting in the extra time and effort needed with an expedited filing is certainty – for both the applicant and affected parties. The Proposed Order's speculation

that parties may not have been afforded all of the process they were due mischaracterizes the expedited process and what actually happened in this case.

2. The Proposed Order Does Not Fairly Address Why ATXI “Declined” to Bifurcate the Proceeding or Take the Case Off an Expedited Track.

The Proposed Order chastises ATXI for not agreeing to “reduce the burden of this proceeding” by withdrawing the Meredosia – Ipava and Sidney – Rising segments. (ALJPO 8.) But as ATXI explained at the time and no one has challenged since, these segments were conceived as part of the Project as a whole, and rightfully considered with the Project as a whole. More to the point, neither segment introduced any untoward “burden” in this case. *Five of six parties with a position on the Sidney – Rising segment, including Staff, recommended approval of ATXI’s primary route for Sidney – Rising, as does the Proposed Order.* (ALJPO 127-28.) As for Meredosia – Ipava, ATXI entered into a stipulation with The Nature Conservancy to resolve issues on this route and *the Proposed Order approved the stipulated route for this segment.* (ALJPO 52-53.) If ATXI had done what the Proposed Order suggests and bifurcated those segments, resources would have been wasted resolving later what was easily resolved in this proceeding.

Among other considerations, ATXI noted the reliability, connectivity issues, and benefits at issue if the Sidney – Rising segment were not included:

the reliability benefits of the Project must be viewed in the context of the Project as a whole, not as discrete, severable benefits for limited, defined geographic areas. In other words, the reliability benefits of the Project flow from the construction of the entire Project, including Sidney Rising, and not any individual component by itself.

the Project provides additional connectivity across the grid, reducing congestion and enabling access to a broader array of resources by loads in Illinois and elsewhere. These improvements increase market efficiency and competitive supply. The Project is also designed to provide reliability benefits to the Project

area in Illinois, operational benefits and economic benefits to the State of Illinois. These improvements and benefits are maximized for the Project as a whole, and not in distinct segments.

(ATXI Resp. to ALJ Data Request 1.01, p. 3 (Dec. 19, 2012); see also ATXI Ex. 1.0 (Borkowski Dir.), pp. 7-8.)

Likewise, regarding the Meredosia to Ipava segments:

As with the Sidney Rising transmission line, the Meredosia to Ipava line is an integral part of the Illinois Rivers project and the reliability benefits it will deliver. Consideration in a separate docket would cause delay for the Meredosia to Ipava line and potentially disrupt the construction sequencing as discussed above, and any delay in approval could place the 2017 in service date for this part of the Project at risk. This in turn could jeopardize the timely achievement of the reliability benefits, for the same reasons as discussed with respect to Sidney Rising above.

a preliminary modeling assessment determined that if the 2016 and 2017 segments of the Illinois Rivers Project are completed on schedule but the Ipava-Meredosia line is not in service in 2017, there will be overloads on some 138 kV system equipment for certain contingency events. These system overloads would not occur if the Ipava-Meredosia line is in service in 2017. Therefore it is critical that the Ipava-Meredosia line remain on schedule..”

(ATXI Resp. to ALJ Data Request 1.01, pp. 3-4 (Dec. 19, 2012).)

Indeed, ATXI had cautioned that bifurcating the proceeding would require all parties to incur additional burden and expense litigating separate proceedings. Other parties have since echoed this concern. Tarble Limestone Enterprises, Coles County Landowners, and Reed Family Trust “all are adamantly opposed to concluding this proceeding with no decision on a route in the Pawnee to Pana to Mt. Zion to Kansas segments,” while STPL, JDL Broadcasting and Tarble “are adamantly opposed to deferring selection of a route in the Kansas to Indiana state line segment.” (STPL Init. Br. 2-3.) Their reason? “They believe it would be a miscarriage of justice to conclude this proceeding in that manner” as they “have invested significant emotional and financial capital in articulating, supporting and defending their

positions in this proceeding. To walk away from this proceeding with no final answer concerning the location of the transmission line in their area would do these parties a grave disservice and mean that the financial and emotional toll they have incurred in this proceeding was all for naught.” (*Id.*, at 3.)

The Proposed Order also criticizes ATXI for not agreeing to take the entire case off the expedited track, stating, “Rather than consider amending its petition as to a request under Section 8-406 . . . ATXI’s May 7, 2013 response to the ALJs’ inquiry questioned the legality and practicality of withdrawing its desire for expedited consideration.” (ALJPO 8.) It is unfair to suggest that ATXI did not “consider” the ALJ’s inquiry. This request *was* considered, and ATXI fully explained its reservations in responding to the ALJs’ inquiry. ATXI pointed out that “[t]he ALJs’ directive does not identify a legal or procedural mechanism under which ATXI could ‘withdraw its request for expedited treatment.’ Neither ATXI nor the Commission has the authority to waive the requirements of Section 8-406.1 with regard to the timing of this case. Nor is there any provision in Section 8-406.1 for ‘withdraw[ing] [a] request for expedited consideration of its petition.’” (ATXI Brief in Response to the Administrative Law Judge Ruling of May 3, 2013, p. 2 (May 7, 2013) (citations omitted).) Any re-filed petition under Section 8-406 would require new notice, a new docketed proceeding, and potentially a repeat of the same discovery and the same positions in testimonies, all involving many of the same landowners and stakeholders. (*Id.*, at 3.) Surely, issues of legality and practicality present fair questions. The Proposed Order does not answer them. Rather, the Proposed Order goes on to criticize route stipulations reached in Docket 06-0706, but those criticisms hardly seem relevant here.

3. The Expedited Process Did Not Lead to “Shortcomings” in Route Analysis or Selection.

The Proposed Order suggests that the expedited process tainted ATXI’s entire route

selection process, by citing two examples where hearing testimony allegedly revealed “shortcomings” in ATXI’s process. Neither example is based on a fair reading of the record.

The first example selectively quotes ATXI witness Ms. Murphy: “ATXI witness Murphy testified at the hearing that in some areas of the ATXI primary and alternate routes only aerial surveillance was done. Ms. Murphy also reported that ‘we conservatively assumed that any building that appeared to be a residence was, in fact, an occupied residence.’ She acknowledges that ATXI did not confirm from the ground the occupancy of any building.” (ALJPO 8-9 (internal citations omitted).)

These quotes leave a misleading impression that ATXI developed the majority of its routes from aerial observation and did not confirm the occupancy of “any” building. This is *not* what Ms. Murphy said. She confirmed that ATXI did in fact inspect each route segment from the ground whenever it was possible to do so:

Q. At that point in time when you're evaluating all of the possibilities for routing, do you drive those other routes at that time or how do you evaluate those particular routes, the ones that you're trying to reduce or exclude to come up with the two that you choose?

A. It would be a desktop assessment, and also, *we did, to the extent that we had a direct line of sight or access to the various route alternatives from the nearby or adjacent public rights-of-way, we did look at those routes.* We also evaluated the proposed routes via helicopter reconnaissance.

Q. As it relates to the line from Quincy to Meredosia, do you know if you were able to drive the other routes that were considered?

A. Not in all cases because not all portions of these routes follow existing public rights-of-way.

(Tr. 744-45 (emphasis added).)

The Proposed Order does not explain how ATXI could have looked at routes any differently than it did. Indeed, Staff’s route assessment was done much the same way as ATXI’s. Neither ATXI nor Staff had the right to walk through private fields, yards and other areas outside

the public rights-of-way.

The second example of a route selection “shortcoming” is attributed to the testimony of Mr. Corzine. His testimony is cited as an instance where “assumptions by ATXI can lead to errors in choosing a route.” (ALJPO 9.) Here, the Proposed Order criticizes ATXI’s alleged assumption that certain structures on the Highway 51 route, a route proposed by Intervenors and supported by Mr. Corzine, *not a route ATXI developed or proposed*, “were not residences but in fact were various farm buildings or commercial enterprises.” (Id., citing Tr. 328-35.) In summarizing the cited portion of the transcript, the Proposed Order glosses over the point of the cross-examination. The purpose of the cross was simply to establish that there were many more structures along the Highway 51 route than ATXI’s route. At no point did ATXI suggest that all of these structures were occupied residences. When directed to an aerial map of the Highway 51 route, Mr. Corzine responded to a few questions about the presence of structures by stating that they looked more like farm buildings or business than houses. (See, e.g., Tr. 273.) Whether Mr. Corzine is correct is beside the point. Contrary to establishing any “shortcomings,” the cited portion of the transcript demonstrates that ATXI’s preferred route from Pana – Mt. Zion impacts fewer structures than the Highway 51 route.

These and other criticisms of the route selection process are simply not supported. As ATXI explained in its Initial Brief, the route selection process was comprehensive and considered hundreds of routes. (ATXI Init. Br. 16-22.) Extensive public input was received and utilized. But public meetings were held not just “generally along the route of the proposed facilities” as Proposed Order suggests, but in *all* the counties in which the Project is located, as well as in some where ultimately it was not. (See ATXI Ex. 4.1 (listing all public meetings, by county in which they were held).) Moreover, ATXI’s “efforts at public engagement” were in

fact the result of the requirements of the expedited process set forth Section 8-406.1, the very requirements of the expedited process being criticized. ATXI was required to hold three public meetings in each county where the project was located, and it did so (and in fact, ATXI held more than were required). Rather than creating shortcomings, the expedited process enhanced the route selection process.

Following several pages of criticism about ATXI's decision to file under Section 8-406.1, Section IV of the Proposed Order concludes: "Regardless of ATXI's motivation or the merits of the decision to file under Section 8-406.1, ATXI has exercised its legal discretion to do so and the Commission will endeavor to make the best decisions possible in light of the record." (ALJPO 9.) The sentiment expressed in this sentence should go without saying. The law is the law, and ATXI followed it. It is out of bounds for the Proposed Order to criticize ATXI for following the law. This section should not appear in the Final Order, consistent with Appendix A, pp. 30-33.

E. Exception 5: Proposed Order's Statements on Paralleling.⁹

The Proposed Order states, "The Commission is concerned . . . that ATXI is willing to concede that paralleling a route segment to an existing transmission line is acceptable in some instances, while not preferable in other situations, while failing to adequately identify the differences which cause it to lean one way or the other." (ALJPO 76.) ATXI has explained the differences, and the Proposed Order should be clarified accordingly.

Constructing parallel transmission lines presents potential operational and reliability concerns that must be considered when determining whether paralleling an existing transmission

⁹ ALJPO Section VI.D "Least-Cost and the Proposed Line Routes, Meredosia – Pawnee," Subsection 8, "Commission Conclusion" (ALJPO 75-77).

line is acceptable. Unless there is sufficient separation between the lines: (1) the first line must be taken out of service while the second line is constructed; (2) while maintenance is being performed on one line, the other may need to be taken out of service; (3) having two lines down at any given point risks the reliability of the transmission system at large; and (4) common or adjoining rights-of-way are susceptible to common-mode failures. (ATXI Ex. 12.0 (Rev.) (Hackman Reb.), p. 6.) As ATXI explained in brief, the difference between when a parallel line is acceptable and when it is not depends on a balancing of societal, environmental, and cost considerations – several of which emerged during this litigated process. (ATXI Init. Br. 17-18; ATXI Reply Br. 57-58.) In some cases, that balancing has caused ATXI to accept parallel lines for portions of the Project despite its preference against them. ATXI witness Mr. Hackman explained this well at hearing:

[Y]ou have to look at the nature of the circuits that are involved and decide whether it's appropriate or not appropriate in a particular case, especially since this project delivers reliability benefits in addition to the bulk power aspect.

That's kind of the unique nature of these MVP projects, is they're serving several masters, and so we can't think of them as just a generation outlet, as other witnesses have described them, as they're really providing local reliability as well. And so it is a practice to do that, but you have to look at each application and decide if the risk of parallel – when they provide reliability benefits, it's important to look at the risk of parallel where common-mode failure can occur, and weigh that against, as Ms. Murphy described, that trade-off of benefits . . . [.] Siting power lines has societal benefits, environmental benefits, and costs as well, and we have to balance those, and that's what we take into account when we decide what can be paralleled and what can't be paralleled.

* * *

[As] as people have come forward and identified particular areas, we try to have - we balance can we accommodate paralleling against the environmental factors that are there as well as the costs, the long-term maintenance, and then the reliability that I previously described. So it isn't shocking to me that [the percent of parallel lines] moves either up or down, because we're learning new things through this process. That's exactly the nature of the public process that the legislature has put before us.

(Tr. 976:17-22, 977:1-16, 978:8-17.)

The record reflects that whether to parallel lines is another example of the tradeoffs ATXI utilized in designating routes for the Project, both prior to filing its petition and during the docketed process. (ATXI Init. Br. 17-18; ATXI Reply Br. 57-58.) The Proposed Order's suggestion that ATXI "fail[ed] to adequately identify the differences which cause it to lean one way or the other" (ALJPO 76) when it comes to parallel lines seems to disregard ATXI's brief and the record evidence. In this regard, the Proposed Order should be modified. Exceptions language is included in Appendix A, p. 34.

F. Exception 6: Proposed Order's Findings on Compliance with Section 8-406.1.¹⁰

The Proposed Order should be clarified to make an express reference to ATXI's compliance with the notice and filing requirements under Section 8-406.1. Subsections 8-406.1(a), (d), and (e) set forth certain information a utility must include in its application, notice provisions, a requirement to hold public meetings in counties affected by the proposed project, and other requirements such as establishing a dedicated Internet website. (*Id.*) ATXI has provided all the required information under Section 8-406.1. (ATXI Ex. 1.1.) ATXI has paid the required fee to the ICC, as required by statute. (ATXI Ex. 1.0 (Borkowski Dir.), p. 11.) ATXI also published notice of its Petition in the state newspaper within 10 days of the date of its filing. (*Id.*; Proof of Publication, filed Dec. 11, 2012.) Further, ATXI provided newspaper notice and held the required public meetings in all the counties where the Project is intended to be built. (ATXI Ex. 1.0, p. 11; see also, ATXI Exs. 4.8, 4.3.) A Project website had also been established.

¹⁰ ALJPO Section X, "Findings and Orderings Paragraphs" (ALJPO 132-134).

No party disputes that ATXI has filed its Petition in accordance with Section 8-406.1, as ATXI explained in its Initial Brief (pp. 4-5). The Proposed Order does not identify any non-compliance with the Section 8-406.1 notice and information requirements. In other Certificate filings made under Section 8-406.1, the Commission has expressly addressed compliance with the Section 8-406.1 notice and information requirements by stating “The Commission finds that [utility] has met the requirements set forth in subsections (a), (d), and (e) of Section 8-406.1.” Ameren Ill. Co., Docket 12-0080, Final Order, p. 22; see also Ameren Ill. Co., Docket 12-0154, Final Order, p. 15. The Commission should therefore adopt the exceptions to the Proposed Order included in Appendix A, pp. 35-37.

III. CONCLUSION

For the reasons set forth above, ATXI requests that the Commission adopt the Exceptions discussed above and set forth in the respective sections of Appendix A.

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Respectfully submitted,

Ameren Transmission Company of Illinois

/s/ Albert D. Sturtevant

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CERTIFICATE OF SERVICE

I, Albert Sturtevant, an attorney, certify that July 18, 2013, I caused a copy of the foregoing *Ameren Transmission Company of Illinois' Brief of Exceptions* to be served by electronic mail to the individuals on the Commission's Service List for Docket 12-0598.

/s/ Albert D. Sturtevant

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